

# EXHIBIT 26



**Bentley Rothschild  
Capital Limited**

**Bespoke Financial Product  
Collateralized Loan Term Sheet**

**STRUCTURED FINANCE SOLUTIONS**

**NON-REOURSE STOCK LOAN**

**PREPARED EXCLUSIVELY FOR**

**SHAREHOLDER OF**

**NUROL GAYRİMENKUL YATIRIM ORTAKLIGI AS**

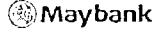
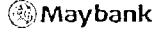
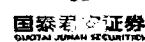
**TICKER: (NUGYO:TI)**



## WORLD CUSTODIANS WE MAY USE

Royal Bank  
of Canada

Deutsche Bank

Standard  
Chartered

All costs associated with third party expenses in loan preparation and administration shall be borne by the Borrower and offset from the proceeds upon closing of the loan transaction.

## The Rothschild Family

The Rothschilds, a prominent family originally from Germany, established banking and finance houses in Europe beginning in the 18th century. Pioneers in providing capital for kings, monarchs, business and financing infrastructure projects, the Rothschilds molded the way the international world of high finance works today. The Rothschild empire had its genesis during the 1760s when Mayer Amschel Rothschild (1744-1812) founded a banking business in Frankfurt German. Over time, and with the help of his five sons, the family business expanded throughout several European countries. Throughout the 19th and 20th century, the decedents of the family financed, owned or controlled major banking, finance, infrastructure, diamond and mining industries. The family lives mainly in Europe as well as USA and to this day has its focus on banking, investments, asset management as well as diverse industrial holdings.

Rothschild family started offering securitized financing in the early part of the 19<sup>th</sup> century. Bentley Rothschild Capital Limited is honored to continue to engage in the tradition of global finance by offering loans against publicly traded securities for our high-net worth clients located throughout the world. Our service is as exceptional now as it has been by the Rothschild dynasty during the past 250 years.

## Terms &amp; Conditions

This Term Sheet is confidential and for your private information only. This Term Sheet is for discussion purposes only and is not an offer or solicitation to sell or purchase any investment or provide investment advice. This Term Sheet is geared to Accredited Investor only. It contains indicative terms only and neither party will be legally bound until a written loan agreement is entered into, the material terms of which will be set out in the final transaction documentation, which documentation will be final. This Term Sheet is provided on the basis that shareholder has the capability to make own independent evaluation of the financial, market, legal, regulatory, credit, tax and accounting risks and consequences involved in the transaction of this type and its suitability for shareholders purposes and, to the extent permitted by applicable law, Bentley Rothschild Capital Limited accepts no responsibility or liability in this regard. By signing this Term Sheet, there is no commitment or obligation of any nature on the part of either of the parties to enter into any such definitive agreement. Terms of the Term Sheet are valid for 3 days from the day of issuance and are subject to change prior to issuance of loan documentation. Securities loan is issued and prescribed to in accordance with the International Securities Lending Association (ISLA) and the Securities Industry and Financial Markets Association (SIFMA) and all relevant laws and guidelines.



1. Lender	Bentley Rothschild Capital Limited, member of Rothschild family of companies.
2. Principal Amount	Up to \$5M principal amount in USD. Securities will be deposited with Lenders Securities Broker Dealer and subject to Loan Agreement and be Non-Recourse.
3. Loan Period	5 or 7 years.
4. Listed Company Ticker	Unrestricted and unencumbered shares of: NUROL GAYRIMENKUL YATIRIM ORTAKLIGI AS NUGYO:TI
5. LTV	Loan to Value (LTV) at 50% for Title Transfer.
6. Interest	Loan at interest of 2.79% annually, but paid quarterly.
7. Mechanism	Five or more tranches, depending on market conditions.
8. Fees	Origination fee equal to 3% of loan amount.
9. Yearly Maintenance Fee	Shareholder to pay yearly maintenance fee of 0.35% of outstanding loan balance for lenders administrative expenses.
10. Dividends	Shareholder to receive credit for all dividends, if any.
11. Proceeds to Shareholder	Lender will pay in currency of Borrowers choice.
12. Return of Shares	Lender guarantees return of shareholders shares at loan expiration.
13. Shares Appreciation	Shareholder to receive all share appreciation if any, subject to loan agreement.
14. Custodian Account	Shares will be deposited with Custodian Broker Dealer of Lenders choice.
15. Loan Repayment	Shareholder may repay the loan at any time, subject to lock-up period.
16. Interest	Interest payments are paid quarterly.
17. Funding	Upon satisfactory completion of Lenders underwriting and transfer of securities
18. Loan Agreement	Loan Documents are standard and customary for international securities loans.
19. Loan Type	Non-Recourse, Standard Structured Finance Stock Loan.
20. Time Frame	Loan closing to be expedited and completed within 2-3 weeks.
21. Currency	Loan will be arranged in USD or TRY.
22. Legal Costs	None
23. Closing Costs	Lenders estimated costs at \$11,000 USD and paid at closing from loan proceeds.



As Agreed to on this \_\_\_\_\_ Day of \_\_\_\_\_ 2019:

By Borrower:

Borrowers Agent or Authorized Person:

\_\_\_\_\_  
Print Name and Company

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

THE TERM SHEET IS VALID FOR 3 BUSINESS DAYS FROM THE DATE OF ISSUANCE.  
THERAFTER TERMS ARE SUBJECT TO CHANGE.

IN ORDER TO PROCEED PLEASE SIGN THE TERM SHEET AND:

- A) Submit copy of Brokerage Statement
- B) Submit copy of passport or identification
- C) Complete the "Know Your Client" form (KYC)
- D) If corporate Borrower, submit all the above plus corporate signing authority

THE BELOW ILLUSTRATES THE TYPICAL LOAN PROCEDURE\*

- Step 1) Quote is provided by issuance of Term Sheet
- Step 2) Client signs the Term Sheet
- Step 3) Client provides copy of Brokerage Statement
- Step 4) Client fills out the KYC form
- Step 5) Lender verifies securities ownership (if necessary)
- Step 6) Lender prepares and submits loan documents
- Step 7) Loan documents are signed & notarized
- Step 8) Client transfers shares to Lenders custodian account
- Step 9) Share transfer is confirmed & verified
- Step 10) Loan is funded in accordance with loan documents

\* Terms, steps and conditions are subject to change due to country, applicable laws, stock and local customs

*Contacts:*

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NEVIS, OFFSHORE

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West Indies

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